



## ASX Release

### FEDERAL COURT ORDER UPDATE

**Melbourne, Australia**, June 6, 2025: Vinyl Group Ltd (ASX: VNL) (Vinyl Group or the Company), today further updates that the amended order on its application to the Federal Court to rectify inadvertent failure to lodge cleansing notices under section 708A(6) of the Corporations Act 2001 (Cth) within the prescribed period has been granted (Amended Order). The Amended Order corrected the amount from the original orders (Orders) under one instrument by 18 ordinary shares. The copy of the Orders and Amended Order that was granted by the Federal Court accompany this announcement.

Vinyl Group has requested that the voluntary suspension of trading in the Company's securities requested on 2 June 2025 be lifted by the ASX immediately following the release of this announcement and the lodgement with the ASX of the related cleansing notices referred to in the Orders.

**Authorisation and Additional Information:**

This announcement was authorised by the Board of Vinyl Group Ltd

Vinyl Group Investor Relations:

E: [investors@vinyl.group](mailto:investors@vinyl.group)

**-Ends-**

### ABOUT VINYL GROUP

Vinyl Group is the heartbeat of an equitable music world, providing tech and media solutions that connect music creators, fans and brands. The Company's diverse portfolio has touchpoints across all corners of the global music ecosystem, empowering everyone from creators to consumers. These include: Vinyl.com, a premier e-commerce platform with over 50,000 titles; Vampr, a social-professional network and talent marketplace with 1.4 million creators across 180+ countries; Jaxsta, the world's largest database of official music credits with over 380 million verified records; and Serenade, a Web3 pioneer in physical and digital collectibles, serving 200+ global artists. Meanwhile, the company's publishing arm, Vinyl Media, is home to a powerhouse of culture, premium content, and live experiences, operates Concrete Playground, Mediaweek, Tone Deaf, and licenses the Rolling Stone, Refinery29, and Variety mastheads in Australia.



Federal Court of Australia

District Registry: New South Wales Registry

Division: General

No: NSD866/2025

**VINYL GROUP LTD ACN 106 513 580**

Applicant

## **ORDER**

**JUDGE:** Justice Moore

**DATE OF ORDER:** 6 June 2025

**WHERE MADE:** Sydney

### **THE COURT NOTES THAT:**

1. Following the making of the orders dated 5 June 2025, the applicant identified an error in the number of shares referred to in Order 5 of those orders, which had resulted from a further error made by the company, including in the evidence before the Court.

### **THE COURT ORDERS THAT:**

2. Order 5 of orders dated 5 June 2025 be amended to:
  - (a) substitute “52,361,243” for “52,361,261”; and
  - (b) insert the words “and conversion of convertible notes” after the words “pursuant to an exercise of options”,

such that the opening sentence to Order 5 reads as follows:

*In respect of the 52,361,261 fully paid ordinary shares of the applicant, which were issued to Realwise Group Holdings Pty Ltd on 30 April 2025, pursuant to an exercise of options and conversion of convertible notes:*

**Date orders authenticated:** 6 June 2025

  
Registrar

Note: Entry of orders is dealt with in Rule 39.32 of the *Federal Court Rules 2011*.



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**VINYL GROUP LTD ACN 106 513 580**

Applicant

## **ORDER**

**JUDGE:** Justice Moore

**DATE OF ORDER:** 5 June 2025

**WHERE MADE:** Sydney

### **THE COURT ORDERS THAT:**

1. In respect of the 6,704,545 fully paid ordinary shares of the applicant, which were issued to Linda Jenkinson on 7 March 2025, pursuant to an exercise of options:
  - (a) pursuant to section 1322(4)(d) of the *Corporations Act 2001* (Cth) (**Act**), the five business days referred to in section 708A(6)(a) of the Act be extended to 6 June 2025;
  - (b) pursuant to section 1322(4)(a) of the Act, a notice under section 708A(5)(e) of the Act given to the Australian Securities Exchange Limited (**ASX**) in respect to the shares referred to in Order 1, within the period provided in Order 1(a), is deemed to take effect as if it had been given to the ASX on the date of issue of those shares;
  - (c) pursuant to section 1322(4)(a) of the Act, any offer of sale, or sale of, those shares referred to in Order 1 made prior to the making of Order 1 is not invalid by any reason of:
    - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
    - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act; and
  - (d) pursuant to section 1322(4)(c) of the Act, any persons to whom any of those shares referred to in Order 1 were issued, or have been sold, and who have in



turn on-sold any of those shares, is relieved in whole from any civil liability in respect of:

- (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
- (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act.

2. In respect of the 6,704,545 fully paid ordinary shares of the applicant, which were issued to Stephen Gledden on 13 March 2025, pursuant to an exercise of options:

- (a) pursuant to section 1322(4)(d) of the Act, the five business days referred to in section 708A(6)(a) of the Act be extended to 6 June 2025;
- (b) pursuant to section 1322(4)(a) of the Act, a notice under section 708A(5)(e) of the Act given to the ASX in respect to the shares referred to in Order 2, within the period provided in Order 2(a), is deemed to take effect as if it had been given to the ASX on the date of issue of those shares;
- (c) pursuant to section 1322(4)(a) of the Act, any offer of sale, or sale of, those shares referred to in Order 2 made prior to the making of Order 2 is not invalid by any reason of:
  - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
  - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act; and
- (d) pursuant to section 1322(4)(c) of the Act, any persons to whom any of those shares referred to in Order 2 were issued, or have been sold, and who have in turn on-sold any of those shares, is relieved in whole from any civil liability in respect of:
  - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
  - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act.



3. In respect of the 5,000,000 fully paid ordinary shares of the applicant, which were issued to Robert Kenneth Gaunt on 14 March 2025, pursuant to an exercise of options:
  - (a) pursuant to section 1322(4)(d) of the Act, the five business days referred to in section 708A(6)(a) of the Act be extended to 6 June 2025;
  - (b) pursuant to section 1322(4)(a) of the Act, a notice under section 708A(5)(e) of the Act given to the ASX in respect to the shares referred to in Order 3, within the period provided in Order 3(a), is deemed to take effect as if it had been given to the ASX on the date of issue of those shares;
  - (c) pursuant to section 1322(4)(a) of the Act, any offer of sale, or sale of, those shares referred to in Order 3 made prior to the making of Order 3 is not invalid by any reason of:
    - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
    - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act; and
  - (d) pursuant to section 1322(4)(c) of the Act, any persons to whom any of those shares referred to in Order 3 were issued, or have been sold, and who have in turn on-sold any of those shares, is relieved in whole from any civil liability in respect of:
    - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
    - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act.
4. In respect of the 4,078,947 fully paid ordinary shares of the applicant, which were issued to Ben Katovsky on 24 April 2025, pursuant to an exercise of options:
  - (a) pursuant to section 1322(4)(d) of the Act, the five business days referred to in section 708A(6)(a) of the Act be extended to 6 June 2025;
  - (b) pursuant to section 1322(4)(a) of the Act, a notice under section 708A(5)(e) of the Act given to the ASX in respect to the shares referred to in Order 4, within



the period provided in Order 4(a), is deemed to take effect as if it had been given to the ASX on the date of issue of those shares;

(c) pursuant to section 1322(4)(a) of the Act, any offer of sale, or sale of, those shares referred to in Order 4 made prior to the making of Order 4 is not invalid by any reason of:

- (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
- (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act; and

(d) pursuant to section 1322(4)(c) of the Act, any persons to whom any of those shares referred to in Order 4 were issued, or have been sold, and who have in turn on-sold any of those shares, is relieved in whole from any civil liability in respect of:

- (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
- (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act.

5. In respect of the 52,361,243 fully paid ordinary shares of the applicant, which were issued to Realwise Group Holdings Pty Ltd on 30 April 2025, pursuant to an exercise of options:

- (a) pursuant to section 1322(4)(d) of the Act, the five business days referred to in section 708A(6)(a) of the Act be extended to 6 June 2025;
- (b) pursuant to section 1322(4)(a) of the Act, a notice under section 708A(5)(e) of the Act given to the ASX in respect to the shares referred to in Order 5, within the period provided in Order 5(a), is deemed to take effect as if it had been given to the ASX on the date of issue of those shares;
- (c) pursuant to section 1322(4)(a) of the Act, any offer of sale, or sale of, those shares referred to in Order 5 made prior to the making of Order 5 is not invalid by any reason of:



- (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
    - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act; and
  - (d) pursuant to section 1322(4)(c) of the Act, any persons to whom any of those shares referred to in Order 5 were issued, or have been sold, and who have in turn on-sold any of those shares, is relieved in whole from any civil liability in respect of:
    - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
    - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act.
6. In respect of the 5,358,290 fully paid ordinary shares of the applicant, which were issued to Songtradr, Inc on 5 May 2025, pursuant to an exercise of options:
- (a) pursuant to section 1322(4)(d) of the Act, the five business days referred to in section 708A(6)(a) of the Act be extended to 6 June 2025;
  - (b) pursuant to section 1322(4)(a) of the Act, a notice under section 708A(5)(e) of the Act given to the ASX in respect to the shares referred to in Order 6, within the period provided in Order 6(a), is deemed to take effect as if it had been given to the ASX on the date of issue of those shares;
  - (c) pursuant to section 1322(4)(a) of the Act, any offer of sale, or sale of, those shares referred to in Order 6 made prior to the making of Order 6 is not invalid by any reason of:
    - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
    - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act; and
  - (d) pursuant to section 1322(4)(c) of the Act, any persons to whom any of those shares referred to in Order 6 were issued, or have been sold, and who have in



turn on-sold any of those shares, is relieved in whole from any civil liability in respect of:

- (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
- (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act.

7. In respect of the 1,704,545 fully paid ordinary shares of the applicant, which were issued to Robert Kenneth Gaunt on 14 May 2025, pursuant to an exercise of options:

- (a) pursuant to section 1322(4)(d) of the Act, the five business days referred to in section 708A(6)(a) of the Act be extended to 6 June 2025;
- (b) pursuant to section 1322(4)(a) of the Act, a notice under section 708A(5)(e) of the Act given to the ASX in respect to the shares referred to in Order 7, within the period provided in Order 7(a), is deemed to take effect as if it had been given to the ASX on the date of issue of those shares;
- (c) pursuant to section 1322(4)(a) of the Act, any offer of sale, or sale of, those shares referred to in Order 7 made prior to the making of Order 7 is not invalid by any reason of:
  - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
  - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act; and
- (d) pursuant to section 1322(4)(c) of the Act, any persons to whom any of those shares referred to in Order 7 were issued, or have been sold, and who have in turn on-sold any of those shares, is relieved in whole from any civil liability in respect of:
  - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
  - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act.





8. In respect of the 5,000,000 fully paid ordinary shares of the applicant, which were issued to Jorge Nigaglioni 16 May 2025, pursuant to an exercise of options:
- (a) pursuant to section 1322(4)(d) of the Act, the five business days referred to in section 708A(6)(a) of the Act be extended to 6 June 2025;
  - (b) pursuant to section 1322(4)(a) of the Act, a notice under section 708A(5)(e) of the Act given to the ASX in respect to the shares referred to in Order 8, within the period provided in Order 8(a), is deemed to take effect as if it had been given to the ASX on the date of issue of those shares;
  - (c) pursuant to section 1322(4)(a) of the Act, any offer of sale, or sale of, those shares referred to in Order 8 made prior to the making of Order 8 is not invalid by any reason of:
    - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
    - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act; and
  - (d) pursuant to section 1322(4)(c) of the Act, any persons to whom any of those shares referred to in Order 8 were issued, or have been sold, and who have in turn on-sold any of those shares, is relieved in whole from any civil liability in respect of:
    - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
    - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act.
9. In respect of the 2,500,000 fully paid ordinary shares of the applicant, which were issued to Ben Katovsky on 5 March 2024, pursuant to an exercise of options:
- (a) pursuant to section 1322(4)(d) of the Act, the five business days referred to in section 708A(6)(a) of the Act be extended to 6 June 2025;
  - (b) pursuant to section 1322(4)(a) of the Act, a notice under section 708A(5)(e) of the Act given to the ASX in respect to the shares referred to in Order 9, within



the period provided in Order 9(a), is deemed to take effect as if it had been given to the ASX on the date of issue of those shares;

- (c) pursuant to section 1322(4)(a) of the Act, any offer of sale, or sale of, those shares referred to in Order 9 made prior to the making of Order 9 is not invalid by any reason of:
  - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
  - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act; and
- (d) pursuant to section 1322(4)(c) of the Act, any persons to whom any of those shares referred to in Order 9 were issued, or have been sold, and who have in turn on-sold any of those shares, is relieved in whole from any civil liability in respect of:
  - (i) any failure of a notice under section 708A(5)(e) of the Act to exempt the sellers from the obligation of disclosure under the Act; and
  - (ii) the sellers' consequent failure to comply with sections 707(3) and/or 727(1) of the Act.

10. As soon as reasonably practical after these orders are made, the applicant is to:

- (a) serve a sealed copy of these orders:
  - (i) on the Australian Securities and Investments Commission;
  - (ii) on the ASX;
  - (iii) by post on each person to whom the shares in Orders 1 to 9 were issued at the address given by each person for recording on the applicant's register of members; and
- (b) publish an announcement to the ASX including a sealed copy of these orders.

11. For a period of 28 days from the date of publication of a copy of these orders on the ASX website, any person who claims to have suffered substantial injustice or is likely to suffer substantial injustice by the making of any or all of these orders has liberty to apply to vary or to discharge them.



12. The applicant file any submissions in relation to costs by 5:00 pm on 6 June 2025.

**Date orders authenticated:** 5 June 2025

*Sia Lagos*  
Registrar

Note: Entry of orders is dealt with in Rule 39.32 of the *Federal Court Rules 2011*.